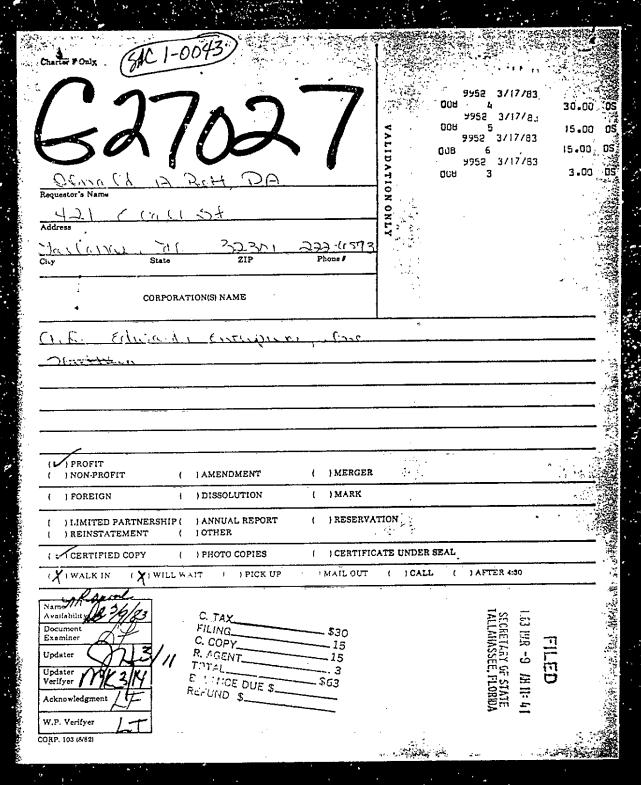
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Articles of Incorporation Filed 3-9-83 (Not on Film)

6 pgs.



ARTICLES OF INCORPORATION

A.D. EDWARDS ENTERPRISES, INC.

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned natural person, of legal age, acting as Incorporator under the provisions of Florida Statutes, Chapter 607, adopts the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be A.D. EDWARDS ENTER-PRISES, INC.

ARTICLE II

PURPOSES

The Corporation may engage in any activity or business permitted under the laws of the United States of America and of this state.

ARTICLE III

STOCK CLAUSE

The aggregate number of shares of stock which this Corporation shall have authority to issue shall be 1,000 shares of common stock, all of one class at \$5.00 par value per share.

ARTICLE IV

DURATION

The Corporation shall have perpetual existence.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The address of this Corporation's initial registered office is 1604 A. US 19 N., New Port Richey, Florida 33552, and the name of its initial registered agent at said address is Arthur D. Edwards.

ARTICLE VI

INCORPORATOR

Arthur D. Edwards

1604 A. US 19 N. New Port Richey, FL 33552

ARTICLE VII

BOARD OF DIRECTORS

The business of the Corporation shall be managed initially by a board of one (1) director. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director. The name and address of the director constituting the initial Board is:

Name

Arthur D. Edwards

Address

1604 A. US 19 N. New Port Richey, FL 33552

ARTICLE VIII

EFFECTIVE DATE

The date that corporate existence shall begin shall be upon filing by the Secretary of State. This election is pursuant to Florida Statutes 607.167.

ARTICLE IX

PREEMPTIVE RIGHTS

Each shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of the class, kind or series of stock in this Corporation which he presently owns that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this Corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the Corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty days of receipt of notice from the Corporation.

ARTICLE X

FISCAL YEAR

The accounting period which the Corporation intends to establish as its first fiscal year for federal and state tax purposes shall be the fiscal year ending on the last day of December, 1983.

ARTICLE XI

BYLAWS

Bylaws of this Corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders except as otherwise provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the Incorporator of this Corporation, executes these Articles of Incorporation and certifies to the truth of the facts herein stated in the State of Florida, this the day of March, 1983.

Asthew 1. Edwards Incorporator

STATE OF FLORIDA)
COUNTY OF FLORIDA

The foregoing Articles of Incorporation of A.D. EDWARDS ENTERPRISES, INC., were acknowledged before me this _______day of March, 1983 by Arthur D. Edwards.

My Commission expires: DOTARY PUBLIC STATE OF FLORIDA AT LARGE
MY Commission expires: MY Commission Expires AUG 29 1983

BONDED THREE CONTRACT LINES. UNDERWITHESE

NOTARY PUBLIC STATE